

 **American Bank**
1600 Smith • P.O. Box 847 • Houston, Texas 77001 • 713/951-7100 • Telex 386383

Bruce W. Reed
Executive Vice President

9-135A012

RECORDATION # 13645 A
FILED 1423

MAY 15 1989 - 11 30 AM

INTERSTATE COMMERCE COMMISSION

May 12, 1989

No. _____
Date
Fee \$
ICC ~~Washington, D.C.~~

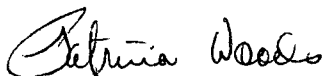
Ms. Mildred Lee
interstate Commerce Commission
12th & Constitution Avenue N.W., Room 1227
Washington, D.C. 20423

Dear Ms. Lee:

Enclosed please find a security agreement between Dean H. Maddox and American Bank which we ask that you record pursuant to §1116 of Title 49 of the Code of Federal Regulations. Please note that the principal Debtor and Mortgagor is Dean H. Maddox, the Mortgagee is American Bank and the collateral pledged consists of (2) 23,500 gallon capacity tank cars bearing Registration #LAMX89 and LAMX 90, DOT #105A300W.

Please return a recorded copy of this security agreement to me at P.O. Box 847 Houston, Tx. 77001. If you need additional information with regard to this document or this transaction, please contact me. Thank you for your attention to this matter.

Sincerely,



Patricia Woods

/pw

MORTGAGEE:
American Bank
P.O. Box 847
Houston, Tx. 77001

MORTGAGOR:
Dean H. Maddox
700 Louisiana, Suite 4650
Houston, Tx. 77002

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INTERSTATE COMMERCE COMMISSION

THIS INSTRUMENT AMENDS A SECURITY PLEDGE FILED ON MAY 21, 1982 AT 10:40 A.M. UNDER ICC RECORDATION FILE NO. 13645 AND CONCERNS RAILROAD CARS BEARING CAR MARK LAMX89 AND LAMX90.

ASSIGNMENT OF NOTE AND LIEN

MBANK HOUSTON, formerly known as BANK OF THE SOUTHWEST, N.A., whose address is 910 Travis, Houston, Harris County, Texas is the current owner and holder of a lien on two railway cars bearing the identification number LAMX89 and LAMX90 all more fully described below, does by these presents hereby transfer and assign any and all lien rights it holds in and to said railway cars to American Bank, 1600 Smith, Houston, Harris County, Texas.

MBANK HOUSTON, formerly known as BANK OF THE SOUTHWEST, N.A., the present legal and equitable owner and holder of that certain Promissory Note, more fully described below;

Promissory Note dated January 20, 1986 in the original principal sum of \$67,000.00 (the "Note") executed by Dean H. Maddox and payable to the order of MBank Houston, N.A. which Note represents a renewal extension and rearrangement of the indebtedness secured by that certain security interest granted in that certain Security Agreement dated December 30, 1980 filed for record with the Interstate Commerce Commission on May 21, 1982 at 10:40 a.m. under ICC Recordation Number 13645 which Security Agreement covers and describes those two certain 34,000 gallon capacity railway cars, DOT 105B00W, non-coiled and insulated, one hundred ton roller bearing truck bearing the identification number LAMX89 and LAMX90 and any and all additions, accessories and substitutions to or for the above described tankcar, whether now owned or hereinafter acquired, and any accounts, notes, drafts, acceptances, instruments, chattel paper, leases or general intangibles in respect to the above described tankcar, now or hereafter existing and all rights earned or yet to be earned under contracts to sell or lease or render service in respect to the above described tankcar including;

Now, for a good and valuable consideration paid to the undersigned, the receipt and sufficiency of which is hereby acknowledged, has TRANSFERRED and ASSIGNED, GRANTED and CONVEYED and by these presents TRANSFERS, ASSIGNS, GRANTS and CONVEYS unto American Bank, a Texas Banking Association, whose address is 1600 Smith, Houston, Texas 77002, the Note, together with all liens, and any superior title, held by the undersigned securing the payment thereof. There remains unpaid upon the Note described above the principal sum of \$33,500.00, together with accrued and

unpaid interest as of March 8, 1989 of \$2,441.92, together with interest thereon from and after March 8, 1989.

Except for the express representations and warranties herein set forth, this transfer and assignment is without recourse or warranty, express or implied, upon or by the undersigned.

The undersigned expressly waives and releases any and all rights that the undersigned may now or hereafter have to establish or enforce said lien or liens as security for the payment of any other or future indebtedness.

This instrument may be executed in any number of counterparts to facilitate filing with the Interstate Commerce Commission.

EXECUTED this 18th day of April, 1989, but to be effective as of March 24, 1989.

MBANK HOUSTON f/k/a BANK OF THE
SOUTHWEST, N.A.

BY: Lori Hagar
NAME: Lori Hagar
TITLE: Asst. Vice President

I hereby (i) acknowledge the accuracy of the balances set forth above as the sums now due and owing by me on the above described Note; (ii) ratify the terms and conditions of the various security documents referred to above; (iii) acknowledge the transfer of the Note and Liens described above to American Bank; and (iv) if not now personally obligated under the Note and security instruments I do hereby so obligate myself.

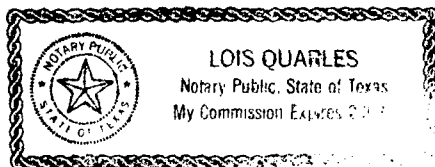
Executed this 11th day of April, 1989.

Dean H. Maddox
DEAN H. MADDOX

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

Before me, the undersigned authority, on this day personally appeared Lois Hagan, Assistant Vice President of MBank, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and considerations therein expressed, and in the capacity therein stated, as the act and deed of MBank, Houston.

Given under my hand and seal of office this 18th day of April, 1989.

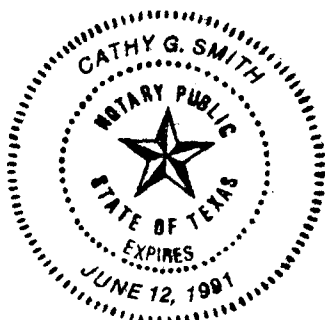


Lois Quarles
NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS
NAME: Lois Quarles
MY COMMISSION EXPIRES: 2/03/90

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

Before me, the undersigned authority, on this day personally appeared DEAN H. MADDOX, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and considerations therein expressed.

Given under my hand and seal of office this 12th day of April, 1989.



Cathy G. Smith
NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS
NAME: Cathy G. Smith
MY COMMISSION EXPIRES: June 12, 1991

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